



Entered on Docket
May 22, 2006

Hon. Linda B. Riegle
United States Bankruptcy Judge

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Proposed Attorneys for Debtors and Debtors-in-Possession

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re: USA COMMERCIAL MORTGAGE COMPANY, Debtor.	Case No. BK-S-06-10725 LBR Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR
In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor.	Case No. BK-S-06-10728 LBR Case No. BK-S-06-10729 LBR
In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, Debtor.	Chapter 11 Jointly Administered Under Case No. BK-S-06-10725 LBR
In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor.	Date: N/A Time: N/A
In re: USA SECURITIES, LLC, Debtor.	

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1 Affects:

- 2 ☐ All Debtors
 3 ☒ USA Commercial Mortgage Company
 4 ☐ USA Securities, LLC
 5 ☐ USA Capital Realty Advisors, LLC
 6 ☐ USA Capital Diversified Trust Deed Fund, LLC
 7 ☐ USA First Trust Deed Fund, LLC

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 9 **STIPULATION AND ORDER REGARDING REJECTION OF LEASE WITH P&P**
 10 **ENTERPRISES LIMITED LIABILITY COMPANY [AFFECTS USA COMMERCIAL**
 11 **MORTGAGE COMPANY]**

12 USA Commercial Mortgage Company, Debtor and Debtor-in-Possession ("Debtor" or
 13 "USA"), by and through its counsel, Jeanette E. McPherson, Esq. of Schwartzer & McPherson
 14 Law Firm, and P & P Enterprises Limited Liability Company, by and through its counsel,
 15 Geoffrey Giles, Esq., hereby stipulate and agree as follows:

16 **WHEREAS**, the Debtor filed its voluntary petition for relief under Chapter 11 of Title 11
 17 of the United States Bankruptcy Code on April 13, 2006 (the "Petition Date"), and the Debtor
 18 continues to operate its business and possess its property as a debtor-in-possession pursuant to
 19 Bankruptcy Code §§ 1107 and 1108.

20 **WHEREAS**, the Debtor is a party to a Lease as lessee with P & P Enterprises Limited
 21 Liability Company ("P&P") dated June 6, 2001 (the "Lease"). Under the Lease, the Debtor leased
 22 real property located at 940 Southwood Boulevard, Incline Village, Nevada known as Timber
 23 Ridge Plaza, Suite 103 (the "Premises").

24 **WHEREAS**, upon execution of the Lease, Debtor made an initial deposit by paying a
 25 security deposit in the amount of \$2,274.80 ("Security Deposit"), the first month's rent in the
 26 amount of \$2,274.80, and the last month's rent in the amount of \$2,460.42 ("Last Month's Rent").
 27 The current monthly rental payment is \$2,661.19 plus common area maintenance charges. The
 28 Lease expires in June 30, 2007.

WHEREAS, the Debtor issued a check to P&P for the rent for April, 2006; however, such
 check was returned for nonsufficient funds.

WHEREAS, the Debtor has rejected the Lease and vacated the Premises on or around

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May 10, 2006.

WHEREAS, the Debtor has agreed that in exchange for this stipulation, P&P shall waive any prepetition, administrative, and rejection damages claims that it does or may hold and P&P is permitted to retain the Debtor's Security Deposit and Last Month's Rent that it holds in its possession.

NOW, THEREFORE, in consideration of the foregoing, the Debtor and P&P agree as follows:

1. The foregoing recitals are true and incorporated herein in full.
2. The Lease is hereby rejected.
3. The automatic stay under 11 U.S.C. § 362 is hereby lifted and the lifting of the automatic stay in favor of P&P shall not be subject to the ten (10) day stay imposed under Fed.R.Bankr. P. 4001(a)(3).
4. P&P is entitled to keep the Security Deposit and Last Month's Rent and in exchange P&P waives any and all prepetition, administrative, and rejection damages claims that it holds or may hold and is hereby estopped and precluded from asserting such claims.

DATED: May __, 2006

DATED: May __, 2006.

/s/ Jeanette E. McPherson
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/s/ Geoffrey L. Giles
Geoffrey L. Giles
527 California Avenue
Reno, Nevada 89509
Attorney for P & P Enterprises Limited
Liability Company

ORDER

IT IS SO ORDERED.

Submitted By:

/s/ Jeanette E. McPherson
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